

Exhibit A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION AT CINCINNATI

WALTER W. THIEMANN AND :
GARY AND LISA MEIER, :
AND GARY MEIER C-F :
LINDSEY MEIER, On :
behalf of themselves and: :
all others similarly :
situated, :

Plaintiffs, :

VS. :

CASE NO. C-1-00-793

OHSL FINANCIAL CORP., :
(OHSL) OAK HILLS SAVINGS: :
AND LOAN COMPANY, F.A., :
NORBERT G. BRINKER, :
KENNETH L. HANAUER, :
WILLIAM R. HILLEBRAND, :
ALVIN E. HUCKE, THOMAS :
E. MCKIERNAN, JOSEPH J. :
TENOEVER, HOWARD N. :
ZOELLNER, PROVIDENT :
FINANCIAL GROUP, INC., :
(PROVIDENT) THOMAS D. :
GROTE, JR., PHILIP R. :
MEYERS, JOSEPH A. :
PEDOTO, JOSEPH A. STEGER: :
CHRISTOPHER J. CAREY, :
CLIFFORD ROE, CHARLES :
HERTLEIN, DINSMORE & :
SHOHL, LLP, MARK WEISS, :
KEATING, MUETHING & :
KLEKAMP, PPL, AND ERNST :
& YOUNG, :

Defendants. :

Excerpt of the deposition of JOSEPH A.

1 STEGER, a defendant herein, called by the
2 plaintiffs for cross-examination, pursuant to
3 the Federal Rules of Civil Procedure, taken
4 before me, Lee Ann Williams, a Registered
5 Professional Reporter and Notary Public in and
6 for the State of Ohio, at the offices of Gene
7 Mesh & Associates, 2605 Burnet Avenue,
8 Cincinnati, Ohio, on Friday, May 7, 2004, at
9 1:00 p.m.

10
11 APPEARANCES:

12 On behalf of the Plaintiff:

13 Michael G. Brautigam, Esq.
14 and
15 Gene Mesh, Esq.
16 Gene Mesh & Associates
2605 Burnet Avenue
Cincinnati, Ohio 45219

17 On behalf of the Defendants:

18 Rachel Rowe, Esq. (Of counsel)
19 Keating, Muething & Klekamp
1400 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202

20 On behalf of the Defendants:

21 Joseph C. Oehlers, Esq.
22 Bieser Greer Landis
400 National City Center
23 Six North Main Street
Dayton, Ohio 45402
24

1 On behalf of the Defendant Ernst &
2 Young:

3 Mary-Helen Perry, Esq.
4 Jones Day
5 51 Louisiana Avenue, N.W.
6 Washington, D.C. 20001

7 S T I P U L A T I O N S

8 It is stipulated by and among counsel for
9 the respective parties that the deposition of
10 JOSEPH A. STEGER, a defendant herein, called by
11 the plaintiffs for cross-examination pursuant
12 to the Federal Rules of Civil Procedure, may be
13 taken at this time by the notary; that said
14 deposition may be reduced to writing in
15 stenotypy by the notary, whose notes may then
16 be transcribed out of the presence of the
17 witness; and that proof of the official
18 character and qualifications of the notary are
19 expressly waived.

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1 BY MR. BRAUTIGAM:

2 Q. Dr. Steger, are you familiar with
3 Walter Thiemann, et al. v. OHSL, et al.?

4 A. (Witness shook head.)

5 Q. No?

6 A. No.

7 Q. Are you a defendant in any
8 litigation arising out of the OHSL-Provident
9 merger?

10 A. I don't believe so, no.

11 Q. Dr. Steger, have you ever been
12 represented by the firm of Graydon, Head &
13 Ritchey?

14 A. I believe so. I'm -- not me
15 personally, but the Board.

16 Q. Okay. Under what circumstances
17 was the Provident Board represented by Graydon,
18 Head & Ritchey?

19 A. I think it was when you brought
20 the suit.

21 Q. At the inception of the lawsuit?

22 MS. ROWE: Object to form --

23 A. I don't remember.

24 MS. ROWE: -- and foundation.

1 Which lawsuits are you talking about, Mike?

2 A. I don't -- what does "inception of
3 the lawsuit" mean?

4 Q. Dr. Steger, let me represent to
5 you that the Thiemann litigation was filed on
6 September 20th, 2000. That's the inception of
7 the litigation.

8 A. Okay.

9 Q. Were you represented by the firm
10 of Graydon, Head & Ritchey at inception of the
11 litigation on or about September 20th, 2000?

12 MS. ROWE: Objection to relevance.

13 A. I, I -- I guess we were. I don't
14 know what firm it was.

15 Q. Are you represented by the firm of
16 Graydon, Head & Ritchey today?

17 A. I don't believe so.

18 Q. How did this change come about?

19 MS. ROWE: To the extent it --

20 A. I --

21 MS. ROWE: Let me just say --

22 MR. BRAUTIGAM: Rachel, let the
23 witness finish his answer, please.

24 MS. ROWE: No, I'm allowed to

1 interrupt.

2 MR. BRAUTIGAM: You're allowed to
3 interrupt the witness in his answer? That's
4 not my understanding of the Federal Rules.

5 MS. ROWE: Gene, keep in mind that
6 you're responsible for this deposition. I
7 clearly am allowed to object. And I clearly am
8 allowed to instruct the witness not to reveal
9 the substance of any attorney-client
10 communications.

11 And to the extent that the
12 question requires him to do that, I'm going to
13 instruct him not to answer. But if you can
14 answer the question without doing that, go
15 right ahead.

16 A. Well, I can't really answer the
17 question because we deal with so many firms,
18 and it goes through our legal counsel.

19 Q. When you say "we," to whom are you
20 referring?

21 A. The Board.

22 Q. What firms does the Board deal
23 with?

24 MS. ROWE: Objection to relevance.

1 A. Well, it -- with Keating,
2 Muething, with the one -- one you just
3 mentioned, the whole -- different firms for
4 different things.

5 Q. Have you ever been represented by
6 any other firm with respect to the Thiemann
7 litigation?

8 A. I don't know.

9 Q. Dr. Steger, is there a trial date
10 scheduled for the Thiemann litigation?

11 A. I don't know that, either.

12 Q. Do you have any idea who is going
13 to represent the Provident Board at trial?

14 A. No. We've never reviewed that
15 recently.

16 (End of Excerpt.)

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C E R T I F I C A T E

I, Lee Ann Williams, a Notary Public in
and for the State of Ohio, do hereby certify
that the foregoing is a true and correct
transcript of the proceedings in the foregoing
captioned matter, taken by me at the time and
place so stated and transcribed from my
stenographic notes.

My commission expires:
August 26, 2004


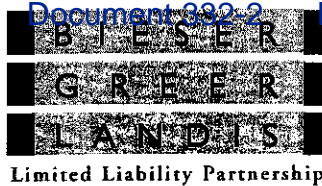

Lee Ann Williams, RPR
Notary Public-State of Ohio

Exhibit B

Charles D. Shook
Edward L. Shank
David C. Greer
Irvin G. Bieser, Jr.
Leo F. Krebs
Howard P. Krisher
Michael W. Krumholtz
John F. Haviland
David P. Williamson
James H. Greer



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May 13, 2004

Charles E. Shane
Joseph C. Oehlers
Carla J. Morman
James P. Fleisher
Karen T. Dunleavy
Jennifer L. Hill
Joseph L. Feller
Gretchen M. Statt
Mary-Karen Bierman
Jennifer L. Stueve
John D. Bodin

Michael G. Brautigam
Gene Mesh & Associates
2605 Burnet Avenue
Cincinnati, Ohio 45219

RE: Walter W. Thiemann, et al. v. OHSL Financial Corporation, et al.
U.S. District Court Case No. C-1-00-793

Dear Mike:

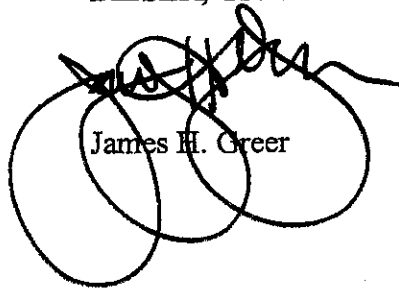
Per your instructions, we have filed the Stipulation today, a hard copy of which you will find enclosed. I have also attached your e-mail from Tuesday and have the following responses to the four areas you have raised:

1. A review of the *Meier* lawsuit confirms that it is a duplication in every material way of the proposed amended complaint that Judge Hogan rejected.
2. The fact that our clients knowingly consented remains crystal clear and is further evidenced by all of the signature pages you received to the consent letters.
3. You did receive copies of the consent letters sent to all of our clients in relation to our firm substituting for Graydon, Head & Ritchie as trial counsel. As I understand it, this issue never came up when the Judge ruled that Keating, Muething & Klekamp could remain in the case through discovery and, therefore, the first time you received the October 21, 2003 letter was when you were served with the Memorandum in Opposition.
4. There is no doubt that you have spent a great deal of time in recent depositions asking substitution of counsel questions. We have filed these depositions with the Court in order to demonstrate this.

If you need any further clarification in relation to our position on these matters, please do not hesitate to contact me.

Yours truly,

BIESER, GREER & LANDIS LLP



James H. Greer

JHG/jlj
Enclosure

c/enc: James E. Burke, Esq./Rachael A. Rowe, Esq.
David C. Greer, Esq.

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Greer, James H.

From: MGBRAUTIGAM [mgbrautigam@mac.com]
Sent: Tuesday, May 11, 2004 10:14 AM
To: Greer, James H.
Subject: update

jamie--

here are some of the statements in your filing that i believe to be incorrect.

1. The new *Meier* lawsuit was an "exact duplicate of the proposed amended complaint that had been rejected by Judge Hogan." (Doc. No. 325 at p.2).

2. "...the OHSL and Provident defendants knowingly consented to KMK's

ongoing role in this matter and to the ultimate substitution of Graydon, Head & Ritchie ("GH&R"), then to Bieser, Greer & Landis as trial counsel in this action."

(Doc. No. 325 at p. 2)

3. "Defense counsel produced to Plaintiffs' counsel redacted copies of the consent letters, but has not and will not produce to Plaintiffs unredacted copies revealing the substance of attorney client communications." (Doc. No. 325 at p. 5).

4. "The confusion is compounded by the fact that Plaintiffs' counsel spent a majority of his time in the recent depositions of OHSL directors Brinker, Hucke, Tenoever, Zoellner, McKiernan and Hanauer asking questions about the substitution of counsel—and not about any of Plaintiffs' substantive claims." (Doc. No. 325 at pp. 4-5).

(Doc No. 325).

additionally, i was never served with this document, but instead found it while on pacer. if memory serves, we had discussed this issue before, and you had indicated that you would make sure that i am served with paper copies.

thanks for your attention to this matter. i look forward to speaking with you on this.

5/13/2004

best, mike b

5/13/2004